

**United States District Court
District of Nevada (Las Vegas)**

Jennifer Wolter,
*on behalf of herself and all others similarly
situated,*

Case No. 22-cv-01030

Plaintiff,

v.

First Guaranty Mortgage Corporation,
a foreign corporation,

Defendant.

NOTICE OF BANKRUPTCY AND AUTOMATIC STAY

NOTICE IS HEREBY GIVEN THAT First Guaranty Mortgage Corporation, (the “Defendant”) in this action has filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, §§ 101 *et seq.* (the “Bankruptcy Code”) on June 30, 2022 (the “Petition Date”), which is identified as Case No. 22-10584-CTG in the United States Bankruptcy Court for the District Delaware. A copy of this petition is attached hereto as **Exhibit A.**

PLEASE BE FURTHER ADVISED that certain actions against the Defendant, including but not limited to “any act to collect, assess, or recover a claim against the debtor that arose before the commencement of the case” or “the enforcement, against the debtor or against property of the estate, of a judgment obtained before the commencement of the case,” are stayed pursuant to § 362(a) of the Bankruptcy Code as of the Petition Date.

Dated: July 18, 2022

DENTONS US LLP

By: /s/ Philip A. O'Connell, Jr.
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Boston, MA 02108-3107
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DENTONS US LLP
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-and-

DENTONS US LLP
David F. Cook
1900 K Street, NW
Washington, DE 20006
Telephone: (202) 496-7500
Email: david.f.cook@dentons.com

*Proposed Bankruptcy Counsel For Debtor
and Debtor In Possession,
First Guaranty Mortgage Corporation*

CERTIFICATE OF SERVICE

I certify that on this 18th day of July, 2022, a true and correct copy of this *Notice of Bankruptcy and Automatic Stay* was served electronically on all parties registered to receive electronic service in the above-captioned case.

/s/ Philip A. O'Connell, Jr.
Philip A. O'Connell, Jr.

Exhibit A

(First Guaranty Mortgage Corporation Voluntary Petition)

Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware
(State)Case number (if known): 22- Chapter 11☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name First Guaranty Mortgage Corporation2. All other names debtor used in the last 8 years
Include any assumed names, trade names, and *doing business* as names3. Debtor's federal Employer Identification Number (EIN) 5 4 - 1 4 2 9 5 7 5

4. Debtor's address

Principal place of business	Mailing address, if different from principal place of business
<u>5800 Tennyson Parkway</u>	<u>Number Street</u>
Number Street	
<u>Suite 450</u>	<u>P.O. Box</u>
<u>Plano TX 75024</u>	<u>City State ZIP Code</u>
City State ZIP Code	
	Location of principal assets, if different from principal place of business
<u>Collin</u>	<u>Number Street</u>
County	
	<u>City State ZIP Code</u>

5. Debtor's website (URL) https://fgmc.com

Debtor First Guaranty Mortgage Corporation Case number (if known) 22-
 Name

6. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

5 2 2 3

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. *Check all that apply:*

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725 (amount subject to adjustment on 4/01/25 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No

☐ Yes. District _____ When _____ Case number _____
 MM / DD / YYYY
 District _____ When _____ Case number _____
 MM / DD / YYYY

If more than 2 cases, attach a separate list.

Debtor First Guaranty Mortgage Corporation Case number (if known) 22-
 Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

☒ No

☐ Yes. Debtor _____ Relationship _____
 District _____ When _____
 Case number, if known _____

List all cases. If more than 1, attach a separate list.

11. Why is the case filed in this district?

Check all that apply:

- ☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
 What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property?

Number _____ Street _____

 City _____ State ZIP Code _____

Is the property insured?

- ☐ No
- ☐ Yes. Insurance agency _____
 Contact name _____
 Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|----------------------------------|---|--|
| <input type="checkbox"/> 1-49 | <input checked="" type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

Debtor First Guaranty Mortgage Corporation Case number (if known) 22-

Name

15. Estimated assets

- ☐ \$0-\$50,000 ☐ \$1,000,001-\$10 million ☒ \$500,000,001-\$1 billion
☐ \$50,001-\$100,000 ☐ \$10,000,001-\$50 million ☐ \$1,000,000,001-\$10 billion
☐ \$100,001-\$500,000 ☐ \$50,000,001-\$100 million ☐ \$10,000,000,001-\$50 billion
☐ \$500,001-\$1 million ☐ \$100,000,001-\$500 million ☐ More than \$50 billion

16. Estimated liabilities

- ☐ \$0-\$50,000 ☐ \$1,000,001-\$10 million ☒ \$500,000,001-\$1 billion
☐ \$50,001-\$100,000 ☐ \$10,000,001-\$50 million ☐ \$1,000,000,001-\$10 billion
☐ \$100,001-\$500,000 ☐ \$50,000,001-\$100 million ☐ \$10,000,000,001-\$50 billion
☐ \$500,001-\$1 million ☐ \$100,000,001-\$500 million ☐ More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 6.30.2022
MM / DD / YYYY

x

Signature of authorized representative of debtor

Printed name

Title

CEO

18. Signature of attorney

x

/s/ Laura Davis Jones

Date 06 / 30 / 2022

Signature of attorney for debtor

MM / DD / YYYY

Laura Davis Jones

Printed name

PACHULSKI STANG ZIEHL & JONES LLP

Firm name

919 North Market Street, 17th Floor

Number Street

Wilmington,

City

DE 19899

State ZIP Code

(302) 652-4100

Contact phone

ljones@pszilaw.com

Email address

2436

Bar number

DE

State

Rider 1 to Voluntary Petition

On the date hereof, the affiliated entity listed below, including the debtor in this chapter 11 case (collectively, the "Debtors"), filed a petition in this Court for relief under chapter 11 of title 11 of the United States Code.

First Guaranty Mortgage Corporation

Maverick II Holdings, LLC

**WRITTEN CONSENT BY THE BOARD OF DIRECTORS
OF
FIRST GUARANTY MORTGAGE CORPORATION**

June 29, 2022

The undersigned, constituting all of the members of the board of directors (the “Board”) of First Guaranty Mortgage Corporation, a Virginia corporation (the “Company”), hereby adopt the following resolutions by written consent, in addition to those resolutions approved by the Board during their meeting as of the date first written above:

A. Appointment of Chief Restructuring Officer:

WHEREAS, the Board has determined, in the good-faith exercise of its reasonable business judgment, that it is desirable and in the best interests of the Company, and its creditors, shareholders, employees, and other interested parties, to appoint a Chief Restructuring Officer (“CRO”) to assist with management and operation of the Company;

WHEREAS, the Board has evaluated the capabilities of several candidates for the CRO appointment, and is prepared to make an appointment;

NOW, THEREFORE, BE IT RESOLVED, that effective as of the date of the Company’s filing of the petition with respect to its case under chapter 11 of title 11 of the United States Code, §§ 101 *et seq.* (the “Bankruptcy Code”), the Board hereby appoints Tanya Meerovich as CRO for the Company, to assess the financial condition of the Company, the Company’s current operations, the projected outlook for the Company, and the best path forward for its success, and shall take all such steps and do all such acts and things as she or any other member of the Board shall deem necessary or advisable to proceed with the appointment, installation, and integration of the CRO into the Company’s financial and operational planning;

BE IT FURTHER RESOLVED, that the Company be, and it hereby is, authorized and directed to pay all fees and expenses incurred in connection with the engagement of the CRO;

BE IT FURTHER RESOLVED, that the officers of the Company, including, without limitation, the CRO (each an “Authorized Officer” and together the “Authorized Officers”) are, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to take or cause to be taken any and all such other and further actions, and to execute, acknowledge, deliver, and file any and all such instruments as they, in their discretion, may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions; and

BE IT FURTHER RESOLVED, that all of the acts and transactions relating to matters contemplated by the foregoing resolutions of the Company’s management, advisors, and members of the Board, in the name and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were

taken prior to the execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

B. Chapter 11 Case:

WHEREAS, the Board has considered the financial and operational aspects of the Company's business and the recommendations of the Company's professionals and advisors;

WHEREAS, the Board has reviewed the historical performance of the Company, the market for the Company's services, and the current and long-term liabilities of the Company;

WHEREAS, the Board has reviewed, considered, and received the recommendations of the senior management of the Company and the Company's professionals and advisors as to a case of the Company under chapter 11 of the Bankruptcy Code; and

WHEREAS, B2 FIE IV LLC, a Delaware limited liability company, as the owner of all the equity interests of the Company, has authorized the actions set forth in this Written Consent.

NOW, THEREFORE, BE IT RESOLVED, that the Board has determined, in the good-faith exercise of its reasonable business judgment, that it is desirable and in the best interests of the Company, and its creditors, shareholders, employees, and other interested parties, for the Company to file a voluntary petition under the provisions of chapter 11 the Bankruptcy Code and to take any related actions necessary to file for and effectuate bankruptcy protection and to take other actions in a bankruptcy case;

BE IT FURTHER RESOLVED, that the Authorized Officers of the Company are, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to take all actions deemed necessary or appropriate to protect the assets of the Company and seek protection from creditors, including without limitation, if they deem it appropriate, to execute and verify or certify a voluntary petition under chapter 11 of the Bankruptcy Code and to sign or authorize any and all other pleadings, petitions, motions, schedules, lists, applications, affidavits, instruments, documents, or actions appropriate and desirable, as determined by them in the exercise of their discretion, prior to and throughout the course of the bankruptcy case and to take and perform any and all further acts and deeds that they deem necessary, proper or desirable in connection therewith or in furtherance of any such petition or the Company's case in chapter 11 of the Bankruptcy Code;

BE IT FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to take or cause to be taken any and all such other and further actions, and to execute, acknowledge, deliver and file any and all such instruments as they, in their discretion, may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions; and

BE IT FURTHER RESOLVED, that all of the acts and transactions relating to matters contemplated by the foregoing resolutions of the Company's management, advisors and members of the Board, in the name and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to the execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

C. Retention of Advisors:

WHEREAS, the Board has determined, in the good-faith exercise of its reasonable business judgment, that it is desirable and in the best interests of the Company, and its creditors, shareholders, employees, and other interested parties to employ the law firm of Dentons US, LLP as general bankruptcy counsel to the Company to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights, including filing and pleading, and in connection therewith, the Company is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the chapter 11 case, and to cause to be filed an appropriate application for authority to retain the services of Dentons US, LLP;

WHEREAS, the Board has determined, in the good-faith exercise of its reasonable business judgment, that it is desirable and in the best interests of the Company and its creditors, shareholders, employees, and other interested parties to engage FTI Consulting, Inc. ("FTI Consulting"), including those within its employ necessary for it to perform its duties, as financial consultant for the Company in connection with the chapter 11 case, subject to bankruptcy court approval;

WHEREAS, the Board has determined, in the good-faith exercise of its reasonable business judgment, that is desirable and in the best interests of the Company and its creditors, shareholders, employees, and other interested parties to engage Pachulski Stang Ziehl & Jones LLP as local counsel in Delaware for the Company in connection with the chapter 11 case, subject to bankruptcy court approval; and

WHEREAS, the Board has determined, in the good-faith exercise of its reasonable business judgment, that is desirable and in the best interests of the Company and its creditors, shareholders, employees, and other interested parties to engage Kurtzman Carson Consultants LLC as claims agent for the Company in connection with the chapter 11 case, subject to bankruptcy court approval; and

NOW, THEREFORE, BE IT RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to engage Dentons US LLP as general bankruptcy counsel for the Company in connection with the chapter 11 case, subject to bankruptcy court approval;

BE IT FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to

engage FTI Consulting, Inc. as financial consultant for the Company in connection with the chapter 11 case, subject to bankruptcy court approval;

BE IT FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, authorized and directed to engage Pachulski Stang Ziehl & Jones LLP as local counsel in Delaware for the Company in connection with the chapter 11 case, subject to bankruptcy court approval;

BE IT FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, authorized and directed to engage Kurtzman Carson Consultants LLC as claims agent for the Company in connection with the chapter 11 case, subject to bankruptcy court approval;

BE IT FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ additional professionals as the Authorized Officers, in their reasonable discretion deem necessary to represent and assist the Company in carrying out its duties under the Bankruptcy Code or to carry out the purpose and intent of the foregoing resolutions;

BE IT FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the chapter 11 case, and to cause to be filed an appropriate application for authority to retain the services of any additional professional;

BE IT FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to engage and retain all assistance by legal counsel, accountants, investment banking advisors, financial advisors, and other professionals, subject to Bankruptcy Court approval, and to perform any and all further acts and deeds that the Authorized Officers deem necessary, proper, advisable, or desirable in furtherance thereof with a view to the successful prosecution of the Company's chapter 11 case;

BE IT FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to take or cause to be taken any and all such other and further actions, and to execute, acknowledge, deliver and file any and all such instruments as they, in their discretion, may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions; and

BE IT FURTHER RESOLVED, that all of the acts and transactions relating to matters contemplated by the foregoing resolutions of the Company's management, advisors and members of the Board, in the name and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were

taken prior to the execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

D. Credit Facility:

WHEREAS, it has been proposed that the Company (i) enter into that certain (a) operational cash flow debtor-in-possession facility (the “Cash Flow DIP Facility”) with B2 FIE XI LLC (the “Cash Flow DIP Lender”) providing postpetition financing under a senior secured, super priority loan facility and that certain term sheet, approved subject to modifications in the judgment of the CRO, and (b) debtor-in-possession warehouse financing facility (the “DIP Repo Facility”) with Barclays Bank PLC or an affiliate thereof (the “DIP Repo Agent”) providing postpetition financing under a master repurchase agreement and related DIP Repo Facility Documents (as defined in that certain proposed master repurchase agreement between Barclays Bank PLC as buyer and First Guaranty Mortgage Company as seller) and that certain term sheet, approved subject to modifications in the judgment of the CRO, to the Company, as borrower, in its capacity as debtor-in-possession in the Company’s case under chapter 11 of the Bankruptcy Code, in the forms presented to the Board subject to any further modifications approved by the Authorized Officers, or any of them, in the exercise of their reasonable discretion and upon the advice of counsel to be in the best interests of the Company, and (ii) adopt those certain budgets (the “Budgets”) presented to the Board subject to any further modification approved by the Authorized Officers, or any of them, in the exercise of their reasonable discretion; and

WHEREAS, the Board has determined, in the good-faith exercise of its reasonable business judgment, that it is desirable and in the best interests of the Company, and its creditors, shareholders, employees, and other interested parties to approve the DIP Credit Facility and adopt the Budget and, subject to the approval of the Bankruptcy Court, to enter into and perform under the DIP Credit Facility and to act in accordance with any related orders of the Bankruptcy Court.

NOW, THEREFORE, BE IT RESOLVED, that the Cash Flow DIP Facility, the DIP Repo Facility and the Budgets, subject to any further modifications approved by the Authorized Officers, or any of them, in the exercise of their reasonable discretion and upon the advice of counsel are adopted, approved and ratified in all respects;

BE IT FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company to execute the Cash Flow DIP Facility and the DIP Repo Facility and to do or cause to be done all such acts and things, and to take all actions deemed necessary or appropriate, to cause the Bankruptcy Court’s approval of the Cash Flow DIP Facility, the DIP Repo Facility and the Budgets;

BE IT FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to take or cause to be taken any and all such other and further actions, and to execute, acknowledge, deliver and file any and all such instruments as they, in their discretion,

may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions; and

BE IT FURTHER RESOLVED, that all of the acts and transactions relating to matters contemplated by the foregoing resolutions of the Company's management, advisors and members of the Board, in the name and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to the execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

[SIGNATURES BEGIN ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the undersigned directors have signed this consent as of the date first written above.

Harin de Silva

DocuSigned by:

Harin de Silva
DD5040A8647042C...

Richard Le Brun

DocuSigned by:

Dennis Schmal
84C15084FA28491...
Dennis Schmal

DocuSigned by:

Katherine Verner
922DA6047F8E411...
Katherine Verner

Aaron Samples

IN WITNESS WHEREOF, the undersigned directors have signed this consent as of the date first written above.

Harin de Silva

DocuSigned by:
Rick LeBrun
B97D2F101F4E463...
Richard Le Brun

Dennis Schmal

Katherine Verner

Aaron Samples

IN WITNESS WHEREOF, the undersigned directors have signed this consent as of the date first written above.

Harin de Silva

Richard Le Brun

Dennis Schmal

Katherine Verner

DocuSigned by:



5F46C3F529474A7...
Aaron Samples

Fill in this information to identify the case and this filing:	
Debtor Name <u>First Guaranty Mortgage Corporation</u>	
United States Bankruptcy Court for the: _____	District of <u>Delaware</u> (State)
Case number (if known): <u>22 -</u>	

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-Individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.



Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

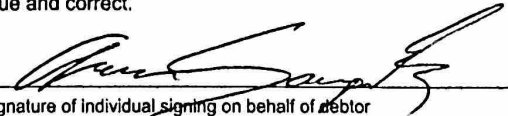
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
Combined Corporate Ownership Statement and List of Equity Security Holders,
- ☒ Other document that requires a declaration Certification of Creditor Matrix

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/30/2022
MM / DD / YYYY

x


Signature of individual signing on behalf of debtor

Aaron Samples
Printed name

CEO
Position or relationship to debtor

Fill in this information to identify the case:

Debtor name First Guaranty Mortgage Corporation

United States Bankruptcy Court for the: _____ District of Delaware
(State)

Case number (If known): 22- _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1. Customers Bank	3705 Quakerbridge Rd Suite 100 Hamilton, NJ 8619 Attn: Scott Goodwin Telephone: (502) 523-2710 Email: sgoodwin@customersbank.com	Unsecured Bank Debt				\$25,000,000
2. South Street Securities LLC	1155 6th Avenue 14 th Floor New York, NY 10036 Attn: Karen Carnes Telephone: (212) 824-0734 Email: karen.carnes@sssnyc.com	Margin call				\$1,570,000

Debtor: **First Guaranty Mortgage Corporation**
NameCase number (if known) **22-**

3.	Daiwa Capital Markets America Inc.	32 Old Slip 14th Floor New York, NY 10005 Attn: Ryan Geiger Telephone: (212) 612-6747 Email: ryan.geiger@us.daiwacm.com	Margin call				\$1,400,000
4.	Morgan Stanley & Co. LLC	1585 Broadway New York, NY 10036 Attn: Chelsea Mitchell-Byrd Telephone: (212) 276-7177 Email: chelsea.mitchell.byrd@morganstandley.com	Margin call				\$965,803
5.	Jefferies LLC	520 Madison Avenue New York, NY 10022 Attn: Joe Pollicino Telephone: (866) 533-2051 Email: jpollicino@jefferies.com	Margin call				\$780,000
6.	R.J. O'Brien & Associates, LLC	222 South Riverside Plaza Chicago, IL 60606 Attn: David Fulscher Telephone: (312) 373-4899 Email: dfulscher@rjobrien.com	Margin call				\$607,975
7.	Sourcepoint, Inc.	PO Box 1043 Buffalo, NY 14240 Attn: Stephen Parks Telephone: (972) 822-1565 Email: stephen.parks@sourcepointmortgage.com	Trade Debt				\$605,071
8.	HCL Lending Solutions LLC	330 Portero Ave. Sunnyvale, CA 94085 Attn: Dennis Postlewaite Telephone: (321) 223-4431 Email: dennis-p@hcl.com	Trade Debt				\$447,750
9.	Rushmore Loan Management Services LLC	15480 Laguna Canyon Road Suite 100 Irvine, CA 92618 Attn: Terry Smith Telephone: (949) 341-5720 Email: tsmith@rushmorelm.com	Trade Debt				\$ 418,863
10.	BMO Capital Markets	601 Lexington Avenue 44th Floor New York, NY 10022 Attn: Richard Harnett Telephone: (201) 284-7313 Email: richard.hartnett@BMO.com	Margin call				\$360,000

Debtor: **First Guaranty Mortgage Corporation**
NameCase number (if known) **22-**

11.	Lakeview Loan Servicing	4425 Ponce De Leon Blvd Coral Gables, FL 33146 Attn: Etienne Jouard Telephone: (305) 631-6298 Email: etienne.jouard@lakeview.com	Trade Debt				\$328,028
12.	Mizuho Securities USA, LLC	320 Park Avenue 12th Floor New York, NY 10022 Attn: Thomas O'Leary Telephone: (732) 476-3012 Email: thomas.oleary@mizuhogroup.com	Margin call				\$290,000
13.	Maxwell Financial Labs, Inc.	518 17th Street Suite 950 Denver, CO 80202 Attn: Brian Simons Telephone: (914) 924-5136 Email: brian@himaxwell.com	Trade Debt				\$238,578
14.	ICE Mortgage Technology, Inc.	4420 Rosewood Drive Suite 500 Pleasanton, CA 94588 Attn: Sue Sroka Telephone: (858) 692-5975 Email: sue.sroka@ice.com	Trade Debt				\$ 220,986
15.	Deutsche Bank Trust Co. Americas	c/o Corporate Trust & Agency Services PO Box 1757 Church Street Station New York, NY 10008 Attn: Chris Corcoran Telephone: (714) 247-6045 Email: christopher.p.corcoran@db.com	Professional Services				\$170,908
16.	Indecomm Holdings, Inc.	379 Thornall Street 2nd Floor Edison, NJ 08837 Attn: Katherine Baird Telephone: (704) 909-7394 Email: katherine.baird@indecomm.net	Trade Debt				\$123,433
17.	Optimal Blue, LLC	601 Riverside Avenue Jacksonville, FL 32201 Attn: Michelle Kersch Telephone: (904) 854-5043 Email: michelle.kersch@bfks.com	Trade Debt				\$121,613

Debtor: **First Guaranty Mortgage Corporation**
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18.	Carrington Mortgage Services, LLC	1600 South Douglass Road Anaheim, CA 92806 Attn: Tracey McShane Telephone: (949) 517-7113 Email: tracey.mcsbane@carringtonmh.com	Trade Debt				\$120,000
19.	Quanatative Risk Management Incorporated	181 West Madison 41st Floor Chicago, IL 60602 Attn: Maximillian Betzig Telephone: (312) 782-4596 Email: max.betzig@qrm.com	Professional Services				\$107,250
20.	Planet Home Lending, LLC	321 Research Parkway Suite 303 Meriden, CT 06450 Attn: Dawn Pawelczyk Telephone: (203) 303-5281 Email: dpawelczyk@planethomelending.com	Trade Debt				\$105,575
21.	Wells Fargo Securities	550 South Tyron Street 6th Floor Charlotte, NC 28202 Attn: Abed Nassar Telephone: (704) 410-8261 Email: abed.nassar@wellsfargo.com	Trade Debt				\$102,225
22.	Talx Corporation (The Work Number) (now Equifax)	4076 Paysphere Circle Chicago, IL 60674 Attn: Elain McFarland Telephone: (949) 295-2454 Email: elaina.mcfarland@equifax.com	Trade Debt				\$88,387
23.	Adrian Ledsema and Maritza Lopez	2812 S. Trumbull Avenue Chicago, IL 60623 Attn: Adrian Ledsema Maritza Lopez Telephone: (773) 414-2151	Trade Debt	Contingent			\$85,620
24.	Total Expert, Inc.	1600 Utica Ave. S. Suite 800 Saint Louis Park, MN 55416 Attn: Dan LeFevre Telephone: (303) 349-0851 Email: dan.lefevre@totalexpert.com	Trade Debt				\$84,655
25.	Seneca Mortgage Servicing LLC	48 South Main Street Newtown, CT 06470 Attn: John Anderson Telephone: (212) 561-5365 Email: john.anderson@senecaservicing.com	Trade Debt				\$79,320

Debtor: **First Guaranty Mortgage Corporation**
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26.	Xactus, LLC	370 Reed Rd. Suite 100 Broomall, PA 19008 Attn: Sharin Peet Telephone: (908) 651-0528 Email: sharin.peet@xactus.com	Trade Debt				\$77,820
27.	Ritz-Carlton Golf Resort Naples	2600 Tiburon Dr. Naples, FL 34109 Attn: Alice Zimmer Telephone: (239) 254-3360 Email: alice.zimmer@ritzcarlton.com	Trade Debt				\$77,440
28.	Healthwell Foundation	5280 Corporate Drive Frederick, MD 21701 Attn: Collin Alexander Telephone: (202) 604-9923 Email: collin.alexander@healthwellfoundation.org	Security deposit	Contingent			\$65,985
29.	Experience.com	12667 Alcosta Blvd Suite 250 San Ramon, CA 94583 Attn: Ryan Bones Telephone: (975) 708-6264 Email: ryan@socialsurvey.com	Trade Debt				\$58,320
30.	Venminder, Inc.	400 Ring Road Suite 131 Elizabethtown, KY42701 Attn: Hayley Proctor Telephone: (720) 732-0835 Email: hayley.proctor@venminder.com	Trade Debt				\$52,498

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FIRST GUARANTY MORTGAGE
CORPORATION,

Debtor.

LIST OF EQUITY SECURITY HOLDERS

<u>Name</u>	<u>Address</u>	<u>Type/Class of Stock Held</u>	<u>Percentage of Issued and Outstanding Shares</u>
B2 FIE IV, LLC	c/o PIMCO 650 Newport Center Dr. Newport Beach, CA 92660	Common	100%

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FIRST GUARANTY MORTGAGE
CORPORATION,

Debtor.

)
) Chapter 11
)
) Case No. 22-_____
)
)
)
)

CORPORATE OWNERSHIP STATEMENT

Pursuant to rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are corporations, other than a government unit, that directly or indirectly own 10% or more of any class of the debtor's equity interest:

Corporation	Percentage of Shares Held
B2 FIE IV, LLC c/o PIMCO 650 Newport Center Dr. Newport Beach, CA 92660	100%

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:
FIRST GUARANTY MORTGAGE
CORPORATION, *et al.*,¹

Debtors.

Chapter 11

Case No. _____

(Joint Administration Requested)

CERTIFICATION OF CREDITOR MATRIX

Pursuant to Rule 1007-2 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware, the above captioned debtor and its affiliated debtors in possession (collectively, the "Debtors") I hereby certify that the Creditor Matrix submitted herewith contains the names and addresses of the Debtors' creditors. To the best of the Debtors' knowledge, the Creditor Matrix is complete, correct, and consistent with the Debtors' books and records.

The information contained herein is based upon a review of the Debtors' books and records as of the petition date. However, no comprehensive legal and/or factual investigations with regard to possible defenses to any claims set forth in the Creditor Matrix have been completed. Therefore, the listing does not, and should not, be deemed to constitute: (1) a waiver of any defense to any listed claims; (2) an acknowledgement of the allowability of any listed claims; and/or (3) a waiver of any other right or legal position of the Debtors.

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's tax identification number are: First Guaranty Mortgage Corporation (54-1429575); and Maverick II Holdings, LLC (88-1305621). The location of the corporate headquarters and the service address for First Guaranty Mortgage Corporation is 5800 Tennyson Parkway, Suite 450, Plano, TX 75024.